

**BOARD OF SUPERVISORS
FINANCE/GOVERNMENT SERVICES AND OPERATIONS COMMITTEE
ACTION ITEM**

SUBJECT: Solicitation for Conceptual Proposals (SCP)/Loudoun County Parking Facilities

ELECTION DISTRICT: Broad Run and Dulles

CRITICAL ACTION DATE: At the Board's discretion

STAFF CONTACTS: Donald R. Legg, Management & Financial Services
Charles Yudd/County Administration
Ben Mays/Management & Financial Services

RECOMMENDATION:

STAFF: Staff recommends that the Finance/Government Services and Operations Committee recommend to the full Board of Supervisors that the proposals submitted by Comstock Partners, Trammell Crow Company & Route 606, LLC and West Dulles Properties to design, and construct the Loudoun County Parking Facilities under the County's Solicitation for Proposals and the Public-Private Transportation Act (PPTA) of 1995 be accepted for further analysis. I further move that the Finance/Government Services and Operations Committee recommend to the full Board of Supervisors that staff be directed to present the selected Conceptual Proposals at the Board of Supervisors May 8, 2013 Public Hearing for public comment.

BACKGROUND: On November 15, 2011, the Board of Supervisors ("Board") approved a Memorandum of Agreement (MOA) outlining commitments pertaining to Phase 2 of the Dulles Corridor Metrorail Project between the County, the U.S. Department of Transportation (USDOT), the Washington Metropolitan Area Transit Association (WMATA), Fairfax County, the Commonwealth of Virginia, and the Metropolitan Washington Airports Authority (MWAA). Included in the MOA was a commitment from the County to use its best efforts to secure additional funding sources that will be sufficient to fund the cost of the design and construction of the parking facility at the Route 606 Station and the two parking facilities at the Route 772 Station.

In discussions leading up to the approval of the MOA, the Board's support for securing additional funding for the parking facilities was based on the following:

- The County would make a reasonable and best effort to assemble a financial option for the three (3) parking facilities as defined above, thereby taking the cost of those facilities out of the project, and

- The removal of the parking facilities from the project scope would be contingent upon either: (1) a private sector partner and/or the Commonwealth guaranteeing and backing the cost of the facilities; or, (2) an alternative financing option that would require no local tax funding support, as well as, [at that time], the realization of TIFIA financing.

On July 3, 2012, the Board voted to opt-in to the Phase 2 Dulles Corridor Metrorail Project thereby moving forward with the overall metrorail project. At the same time, and as agreed to in the MOA, the Board was required to explore the development of the three parking facilities and the need for this partnership proposal to develop the parking facilities to be issued.

Parking Facilities

The County is seeking parking facilities that are available on opening day of revenue operations for Phase 2 of the Dulles Corridor Metrorail Project, which currently is estimated to be sometime in 2018. Furthermore, the County must be able to make a decision on construction by the County prior to July 1, 2014.

The proposed Project consists of the finance, design, development, construction and operation of up to three parking facilities in Loudoun County, along the metrorail corridor. As noted above, “parking facilities” means multi-level garage or covered structures (parking facilities, specifically excluding surface parking lots) capable of containing the sufficient number of parking spaces set forth herein. Currently, those parking facilities are slated as follows:

- a. One (1) parking facility at the Route 606 Metrorail Station with 1,965 parking spaces. This property is currently leased by MWAA from the Federal government. MWAA, in the MOA, has agreed to provide the County, at no cost and to the extent permitted by law, such real property rights as are reasonably necessary for the construction, location, and operation of, and vehicular access to and from, the parking facility that is to be constructed to serve the Route 606 Station. The County and the awarded Private Entity will work together with MWAA to acquire the necessary agreement(s) to finance, design, develop, construct and possibly operate the parking facility on this site.
- b. Two (2) parking facilities on land proffered to the County by developers of Loudoun Station and Moorefield Station, respectively, at the Route 772 Station with 1,433 parking spaces on the north side of the Greenway and 1,540 parking spaces on the south side of the Greenway. These parcels represent land as proffered by the approved Loudoun Station and Moorefield Station development projects. These parcels have not as of now been conveyed to the County and currently are privately owned. If the County awards to an entity seeking use of the proffered land, the County will work with the awarded Private Entity to acquire the proffered land. (See Attachments 1 and 2 for the approved proffer statements and concept plans)

Pursuant to the MOA and the County’s electing to participate in Phase 2, the County issued a Solicitation for Conceptual proposals (SCP) through the Public-Private Transportation Act of 1995 for Loudoun County Parking Facilities. The SCP requested submission of conceptual proposals from qualified private entities for the finance, design, development, construction, and

operation of up to three parking facilities in Loudoun County. Offerors were directed to use the following key assumptions in developing their approaches to financing, designing, constructing, operating and maintaining the project:

- No additional TIF measures or TIFIA funding for the garages
- Limited use of Community Development Authorities (CDA's)
- Potential for County to receive concession payments, possibly to share in potential parking facility revenues
- The County will only enter into an interim and/or comprehensive agreement with the private entity that submits the Conceptual and Detailed Proposals
- The County may require parent company guaranties
- Proffered sites are not yet under County control. The acquisition process required by each individual proffer to bring the property under County control has not yet started.

This SCP commences the first-phase of a multi-phase procurement process. The following is a summary of the County's planned five (5)-phase PPTA procurement process:

1. Phase 1 - Quality Control: An Independent Review Panel (IRP) consisting of members from County Administration, Departments of Management & Financial Services, Transportation and Capital Infrastructure, and Planning will review the submitted Conceptual Proposals and determine whether they have complied with the submission requirements of this Solicitation as well as applicable law, including Article 7 of the Loudoun County Procurement Resolution. IRP's review of each individual Conceptual Proposal will be forwarded to the Loudoun County Board of Supervisors with a recommendation as to whether to advance one or more of the Conceptual Proposals to Phase Two. At the close of Phase One, after the Board of Supervisors has selected Conceptual Proposals for further review, a public hearing will be held for public comment on the selected Conceptual Proposals. If the Board of Supervisors does not select any Conceptual Proposals for further review, this Solicitation process may be terminated.
2. Phase 2 – Conceptual Proposal Approval: The IRP will review the Conceptual Proposal(s), and recommend that the Loudoun County Board of Supervisors either reject the Conceptual Proposal(s) or seek a Detailed Proposal from one or more of the Offerors.
3. Phase 3 – Submission and Selection of Detailed Proposals: The County will issue a draft Request for Detailed Proposals (RFDP) to the short listed Offerors. Offerors approved by the Board of Supervisors will be requested to submit Detailed Proposals.

Prior to issuing a final RFDP, the County may host meetings with the short listed Offerors with the intent of allowing further development of concepts and issues raised during the preceding phases of the PPTA procurement process.

While the RFDP will contain specific requirements for Detailed Proposals, as well as a specific selection criteria process, the County anticipates that Detailed Proposals will include, among other things, requirements for conceptual design plans, a financial plan, a fee schedule, and a schedule for development, construction, and implementation of operations and maintenance for the duration of the concession period. Based on the responses to the RFDP, the Loudoun County Board of Supervisors will make a selection of a successful Offeror(s), if any, to initiate negotiations for an interim and/or comprehensive agreement to finance, design, construct, operate and maintain the Project.

4. Phase 4 – Negotiation of interim and/or comprehensive agreement: The IRP will evaluate the Detailed Proposals and recommend to the Board of Supervisors none, one or more proposals for negotiation of an interim and/or comprehensive agreement(s).
5. Phase 5 – Execution of interim and/or comprehensive agreement: The final stage of review and includes the execution of an interim and/or comprehensive agreement(s) between the County and successful Offeror(s) after approval by the Board of Supervisors.

Three conceptual proposals were received as a result of the SCP and were evaluated by the IRP and have been determined to meet the submission requirements contained in Phase 1. Those proposers and a brief description of their submission is as follows:

- Comstock Partners - This proposal is to design, construct and operate approximately 4,938 parking spaces and related facilities to support the Route 772 and the Route 606 Metro Stations. The Comstock proposal has been developed to offer the County the option to pursue all three garages or to select one or two of the garage project options described below.

At the Route 772 North Station, Comstock Partners has proposed to construct 1,433 spaces with three initial options for location of the garage facility. The first option proposes to design, construct, and operate a precast garage structure on three (3) acres of proffered land adjacent to the western boundary of the Loudoun Station development, which is consistent with the preliminary engineering location. The second option proposes to design, construct, and operate a precast garage structure integrated into the eastern portion of the Loudoun Station development. In the third option Comstock has proposed to construct and operate a partially below grade, cast in place garage integrated into the southeastern portion of the Loudoun Station development.

For the Route 772 South Station, Comstock has proposed to design, construct, and operate a precast concrete garage to accommodate 1,540 parking spaces on the 3.6 acre

site previously proffered to the County as part of the Moorefield Station development, which is consistent with the preliminary engineering location.

At the Route 606 Station, Comstock partners have submitted a concept to develop and operate a precast concrete structure that will accommodate 1,965 parking spaces on land made available by the Metropolitan Washington Airports Authority (MWAA).

- Trammell Crow Company & Route 606, LLC - This proposal is to design, construct and operate a parking garage with the capacity to accommodate 2,190 parking spaces, which is 225 additional spaces.. The concept proposal contemplates modifications to the garage design and location from the preliminary engineering plans and incorporates office and retail development on immediately adjacent property controlled by MWAA.
- West Dulles Properties - This proposal is to design, construct and operate a parking garage to accommodate 1,965 commuter parking The West Dulles proposed concept moves the garage location one land bay to the east from the preliminary engineering location and includes potentially redesigning the existing transportation street network around the station location. This proposal also allows for additional commercial development on the adjacent property controlled by MWAA

After the initial review the IRP has determined that all three offerors meet the submission requirements required in Phase 1 of the SCP. If the Finance/Government Services and Operations Committee and the Board of Supervisors agree with the staff recommendation then a public hearing will be held for public comment on the selected Conceptual Proposals. If the Finance/Government Services and Operations Committee and/or the Board of Supervisors do not select any Conceptual Proposals for further review, this Solicitation process may be terminated.

ISSUES: The issue for the Finance/Government Services Committee to consider is whether to recommend acceptance for further consideration or rejection of the proposals from Comstock Partners, Trammell Crow & Route 606, LLC and West Dulles Properties under the SCP.

FISCAL IMPACT: At this time all financial information has been marked proprietary and therefore cannot be disclosed to the public at this time. Staff will present cost to the Board members at the conclusion of Phase 2.

ALTERNATIVES:

1. The Committee may recommend that the Board of Supervisors accept the proposals submitted by Comstock Partners, Trammell Crow Company & Route 606, LLC and West Dulles Properties to design, and construct the Loudoun County Parking Facilities under the Loudoun Solicitation for Proposals and the Public-Private Transportation Act (PPTA) of 1995 for further analysis. The Committee may further recommend that the Board of Supervisors direct staff to present the selected Conceptual Proposals at the Board of Supervisors May 8, 2013 Public Hearing for public comment.

Or

2. The Committee may recommend that the Board of Supervisors reject one, two or all three of the proposals from further consideration under the Solicitation for Proposals and the Public-Private Transportation Act (PPTA) of 1995. The Committee may further recommend that the Board of Supervisors direct staff to present the selected Conceptual Proposals at the Board of Supervisors May 8, 2013 Public Hearing for public comment.

DRAFT MOTIONS:

1. I move that the Finance/Government Services and Operations Committee recommend that the Board of Supervisors accept the proposals submitted by Comstock Partners, Trammell Crow Company & Route 606, LLC and West Dulles Properties to design, and construct the Loudoun County Parking Facilities under the Loudoun Solicitation for Proposals and the Public-Private Transportation Act (PPTA) of 1995 for further analysis. I further move that the Finance/Government Services and Operations Committee recommend to the full Board of Supervisors that staff be directed to present the selected Conceptual Proposals at the Board of Supervisors May 8, 2013 Public Hearing for public comment.

Or

2. I move that the Finance/Government Services and Operations Committee recommend that the Board of Supervisors reject one, two or all three of the proposals submitted for the Loudoun County Parking Facilities under the Loudoun Solicitation for Proposals and the Public-Private Transportation Act (PPTA) of 1995, and direct staff to schedule a Public Hearing and begin its analysis of the accepted conceptual proposals. I further move that the Finance/Government Services and Operations Committee recommend to the full Board of Supervisors that staff be directed to present the selected Conceptual Proposals at the Board of Supervisors May 8, 2013 Public Hearing for public comment.

Or

3. I move an alternate motion.